

**UNITED STATES DISTRICT COURT
DISTRICT OF RHODE ISLAND**

HELEN GEMMELL, et. al.,)
Plaintiffs,)
v.) C. A. No.: 16-CV-00650
ERIC BEANE, in his official capacity as)
Acting Director of the Rhode Island)
Department of Human Services,)
Defendant.)

Affidavit of Deming E. Sherman, Esq.

Tendered pursuant to Fed. R. Civ. P. 53(a)(2) and (b)(3)

I, Deming E. Sherman, Esq., on oath depose and say as follows:

1. I am a member of the Rhode Island Bar in good standing and have been a member since 1968.

2. I was a Partner of Locke Lord LLP in Providence, Rhode Island (formerly Edwards & Angell LLP) and retired as a Partner on December 31, 2014. I have continued as Counsel for the purpose of winding up my litigation practice, which is now virtually complete.

3. Aside from two retirement payments that are due to me through the end of 2017, I have no financial interest in Locke Lord LLP. As a retired Partner, I am permitted to maintain an office in the Providence office.

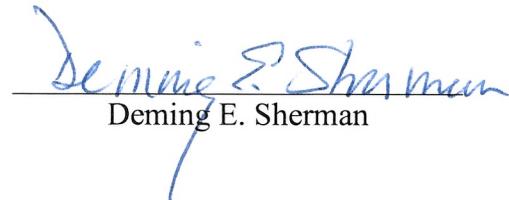
4. If I am appointed as Special Master, no payments for my services or expenses will be paid to Locke Lord LLP but will be paid to me directly.

5. I have reviewed the Class Action Complaint, the Stipulation and Order of Settlement, and drafts of a proposed Order Appointing Special Master in this case, and I have discussed the case with Chief Judge William E. Smith. I am generally familiar with the issues presented from this review and from newspaper accounts.

6. Neither I nor anyone in Locke Lord has had any involvement in this case. I do not know the parties to this litigation.

7. There are no grounds for disqualification under 28 U.S.C. § 455 that would prevent me from serving as Special Master in this case.

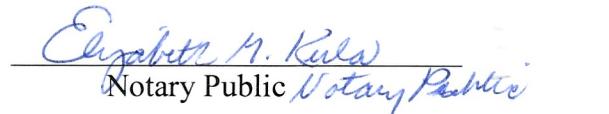
8. By way of full disclosure, I wish to state that a partner of Locke Lord LLP in the Providence office serves as bond counsel for the State of Rhode Island from time to time, and a partner in the Houston office of Locke Lord performs some legal services for Deloitte Consulting. I have never been involved as bond counsel for the State of Rhode Island (or otherwise) or represented Deloitte Consulting. I do not consider either of these representations to pose an ethical conflict that would require my disqualification, since I am retired from Locke Lord LLP, Deloitte Consulting is not a party to this litigation, I have not represented the State as bond counsel (or otherwise), and since my function as Special Master would be to assist in the implementation of the existing Stipulation and Order of Settlement.



Deming E. Sherman

STATE OF RHODE ISLAND
PROVIDENCE, Sc.

Subscribed and sworn to before me this 16th day of October, 2017.



Elizabeth A. Kula
Notary Public *Notary Public*
My commission expires: July 27, 2021